

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION**

In re:	§	
	§	Chapter 11
	§	
COMPUTE NORTH HOLDINGS, INC.,	§	Case No. 22-90273 (MI)
<i>et al.,</i>	§	
	§	(Jointly Administered)
Debtors.¹	§	

AGREED MOTION TO SUBSTITUTE COUNSEL

If you object to the relief requested, you must respond in writing. Unless otherwise directed by the Court, you must file your response electronically at <https://ecf.txsb.uscourts.gov/> within twenty-one days from the date this motion was filed. If you do not have electronic filing privileges, you must file a written objection that is actually received by the clerk within twenty-one days from the date this motion was filed. Otherwise, the Court may treat the pleading as unopposed and grant the relief requested.

Marathon Digital Holdings, Inc. (“**Marathon**”) moves to substitute Weil, Gotshal & Manges LLP (Alfredo R. Pérez, Gary Holtzer, Jessica Liou, and Alexander P. Cohen) as its counsel in these chapter 11 cases and, in support thereof, would respectfully show the Court as follows:

1. Alfredo R. Pérez, Gary Holtzer, Jessica Liou, and Alexander P. Cohen, each of Weil, Gotshal & Manges LLP, wish to appear as counsel to Marathon in these chapter 11 cases, in place of Gregory D. Ellis and G. Frank Nason, IV, both of Lamberth, Cifelli, Ellis & Nason, P.A.
2. The names and addresses of Alfredo R. Pérez, Gary Holtzer, Jessica Liou, and

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, include: Compute North Holdings, Inc. (4534); Compute North LLC (7185); CN Corpus Christi LLC (5551); CN Atoka LLC (4384); CN Big Spring LLC (4397); CN Colorado Bend LLC (4610); CN Developments LLC (2570); CN Equipment LLC (6885); CN King Mountain LLC (7190); CN Minden LLC (3722); CN Mining LLC (5223); CN Pledgor LLC (9871); Compute North Member LLC (8639); Compute North NC08 LLC (8069); Compute North NY09 LLC (5453); Compute North SD, LLC (1501); Compute North Texas LLC (1883); Compute North TX06 LLC (5921); and Compute North TX10 LLC (4238). The Debtors’ service address for the purposes of these chapter 11 cases is 7575 Corporate Way, Eden Prairie, Minnesota 55344.

Alexander P. Cohen are as follows:

WEIL, GOTSHAL & MANGES LLP

Alfredo R. Pérez (15776275)
700 Louisiana Street, Suite 1700
Houston, Texas 77002
Telephone: (713) 546-5000
Facsimile: (713) 224-9511
Email: Alfredo.Perez@weil.com

WEIL, GOTSHAL & MANGES LLP

Gary Holtzer (*pro hac vice* pending)
Jessica Liou (*pro hac vice* pending)
Alexander P. Cohen (*pro hac vice* pending)
767 Fifth Avenue
New York, New York 10153
Telephone: (212) 310-8000
Facsimile: (212) 310-8007
Emails: Gary.Holtzer@weil.com
Jessica.Liou@weil.com
Alexander.Cohen@weil.com

3. Marathon requests that the Court enter an order substituting Weil, Gotshal & Manges LLP as counsel, with Alfredo R. Pérez, of Weil, Gotshal & Manges LLP, 700 Louisiana Street, Suite 1600, Houston, Texas 77002; (713) 546-5000 (telephone); (713) 224-9511 (facsimile); State Bar No. 15776275, as its attorney-in-charge in these chapter 11 cases.

4. Marathon further requests that the Court permit Gregory D. Ellis and G. Frank Nason, IV, both of Lamberth, Cifelli, Ellis & Nason, P.A. 6000 Lake Forrest Drive, N.W., Ste. 435 Atlanta, GA 30328; 404-495-4485 (telephone) to withdraw as Marathon's counsel in this matter.

5. Marathon approves of this substitution.

6. This substitution is not sought for the purposes of delay.

7. Accordingly, Marathon requests that the relief requested in this Motion be approved.

Dated: October 21, 2022
Houston, Texas

Respectfully submitted,

By: /s/ Alfredo R. Pérez
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Houston, Texas 77002
Telephone: (713) 546-5000
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-and-

WEIL, GOTSHAL & MANGES LLP
Gary T. Holtzer (*pro hac vice* pending)
Jessica Liou (*pro hac vice* pending)
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By: /s/ Gregory D. Ellis
**LAMBERTH, CIFELLI, ELLIS
& NASON, P.A.**
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CERTIFICATE OF SERVICE

I hereby certify that on October 21, 2022, a true and correct copy of the foregoing document was served by the Electronic Case Filing System for the United States Bankruptcy Court for the Southern District of Texas.

/s/ Alfredo R. Pérez

Alfredo R. Pérez